

Objection Deadline: October 6, 2008 at 4:00 p.m. (prevailing Eastern time)

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- and -

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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NOTICE OF PRESENTMENT OF JOINT STIPULATION AND AGREED ORDER SETTING
MAXIMUM AMOUNT OF PROOF OF CLAIM NUMBER 14028 AND DISALLOWING
AND EXPUNGING PROOFS OF CLAIM NUMBERS 14029 AND 14030
(RACHEL G. BAXTER)

PLEASE TAKE NOTICE that on September 25, 2008, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to each of proof of claim number 14028 ("Proof of Claim 14028"), proof of claim number 14029 ("Proof of Claim 14029"), and proof of claim 14030 ("Proof of Claim 14030," and together with Proof of Claim 14028 and Proof of Claim 14029, the "Proofs of Claim") filed by Rachel G. Baxter (the "Claimant") within the meaning of section 502 of the Bankruptcy Code (the "Objection") by the execution of the Joint Stipulation (as defined below) and the agreement of the parties.

PLEASE TAKE FURTHER NOTICE that the Debtors and the Claimant have agreed to settle the Objection with respect to the Proofs of Claim, and because the Proofs of Claim involve ordinary course controversies and pursuant to the Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401), the Debtors and the Claimant have executed a Joint Stipulation And Agreed Order Capping Proof Of Claim Number 14028 And Disallowing And Expunging Proofs of Claim Numbers 14029 And 14030 (Rachel G. Baxter) (the "Joint Stipulation"), a copy of which is attached hereto as Exhibit A.

PLEASE TAKE FURTHER NOTICE that if timely written objections are filed, served, and received in accordance with this notice, a hearing to consider approval of the Joint Stipulation will be held on October 7, 2008, at 10:00 a.m. (prevailing Eastern time) (the "Hearing") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that if no written objections to the Joint Stipulation are timely filed, served, and received, the Debtors will present the Joint Stipulation to the Bankruptcy Court for consideration at the Hearing.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Joint Stipulation must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Claims Objection Procedures Order, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 632, New York, New York 10004, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel) and (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr., John K. Lyons, and Joseph N. Wharton), in each case so as to be received no later than 4:00 p.m. (prevailing Eastern time) on October 6, 2008.

Dated: New York, New York
September 30, 2008

SKADDEN, ARPS, SLATE, MEAGHER &
FLOM LLP

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